

BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
JEANETTE E. MCPHERSON, ESQ.
Nevada Bar No. 5423
NICHOLAS A. KOFFROTH, ESQ.
Nevada Bar No. 16264
ZACHARY T. WILLIAMS, ESQ.
Nevada Bar No. 16023
FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Telephone: (702) 262-6899
Facsimile: (702) 597-5503
Email: baxelrod@foxrothschild.com
jmcpherson@foxrothschild.com
nkoffroth@foxrothschild.com
zwilliams@foxrothschild.com
Counsel for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re	Case No. BK-S-23-10423-MKN
CASH CLOUD, INC., dba COIN CLOUD,	Chapter 11
Debtor.	Adversary No. 23-01010-MKN

CASH CLOUD, INC., dba COIN CLOUD,	STIPULATION TO DISMISS ADVERSARY PROCEEDING
Plaintiff,	
v.	
COLE KEPRO INTERNATIONAL, LLC,	
Defendant.	

Cash Cloud, Inc. ("Cash Cloud"), by and through its undersigned counsel, Fox Rothschild LLP, and Cole Kepro International, LLC ("Cole Kepro"), by and through its undersigned counsel, Lewis Roca Rothergerber Christie LLP and Taft Stettinius & Hollister, LL (collectively, the "Parties"), hereby enter into this Stipulation To Dismiss Adversary Proceeding ("Stipulation").

///

///

RECITALS

WHEREAS, Cash Cloud initiated this adversary proceeding by filing a Complaint For Declaratory Judgment Determining The Validity And Extent Of Cole Kepro International LLC's Security Interest on February 7, 2023 (the "Complaint").

WHEREAS, the Complaint asserts a claim for declaratory relief against Cole Kepro. In general, Cash Cloud requests a declaration from this Court that Cash Cloud did not grant Cole Kepro a security interest in certain DCMs (C-2960-01-000-GEN04 Coin Cloud Bitcoin Kiosk With BNR) that Cole Kepro delivered to Cash Cloud prior to the Petition Date (the "Kiosks"), and as such that the UCC Financing Statements recorded by Cole Kepro are void and of no effect with respect to the Kiosks.

WHEREAS, on April 3, 2023, Cole Kepro submitted two proofs of claim in this case, specifically: (i) an unsecured claim in the amount of \$9,437,321.88 related to the sale of the Kiosks and related parts, and (ii) an unsecured claim in the amount of \$50,104,228.75 related to the separate Spanner purchase order (collectively, the "Cole Kepro Claims"). Copies of the Cole Kepro Claims have been provided to counsel for Cash Cloud.

STIPULATION

The Parties do hereby stipulate and agree as follows:

1. Cole Kepro does not hold or assert a security interest in the Kiosks and the UCC Financing Statements pertaining to the Kiosks are void and of no effect.

2. Cash Cloud reserves all of its rights to review and object, if necessary, to the Cole Kepro Claims.

3. The Complaint is dismissed without prejudice pursuant to Rule 41 of the Federal Rules of Civil Procedure, made applicable by Rule 7041 of the Federal Rules of Bankruptcy Procedure, upon the entry of an order approving this Stipulation in the form attached hereto as **Exhibit**

1. Each party shall bear their own costs.

///

///

///

4. Upon entry of an order approving this Stipulation, this adversary proceeding may be closed and all hearing dates vacated.

Dated: April 4, 2023.

FOX ROTHSCHILD LLP

By: /s/ Brett A. Axelrod
Brett A. Axelrod (Nevada Bar No. 5859)
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Telephone: (702) 699-5901
baxelrod@foxrothschild.com
Counsel for Cash Cloud, Inc., dba Coin Cloud

**LEWIS ROCA ROTHERGERBER
CHRISTIE LLP**

By: /s/ Ogonna Brown
Ogonna Brown (Nevada Bar No. 7589)
3993 Howard Hughes Parkway, Suite 600
Las Vegas, Nevada 89169
Telephone: (702) 949-8200
obrown@lrrc.com

-and-

TAFT STETTINIUS & HOLLISTER, LLP

Paul R. Hage (admitted pro hac vice)
27777 Franklin, Suite 2500
Southfield, MI 48034
Telephone: (248) 727-1543
phage@taftlaw.com
Counsel for Cole Kepro International, LLC

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
(702) 262-6899
(702) 597-5503 (fax)

EXHIBIT 1
(Proposed Order)

BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
JEANETTE E. MCPHERSON, ESQ.
Nevada Bar No. 5423
NICHOLAS A. KOFFROTH, ESQ.
Nevada Bar No. 16264
ZACHARY T. WILLIAMS, ESQ.
Nevada Bar No. 16023
FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Telephone: (702) 262-6899
Facsimile: (702) 597-5503
Email: baxelrod@foxrothschild.com
jmcpherson@foxrothschild.com
nkoffroth@foxrothschild.com
zwilliams@foxrothschild.com
Counsel for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re	Case No. BK-S-23-10423-MKN
CASH CLOUD, INC.,	Chapter 11
dba COIN CLOUD,	Adversary No. 23-01010-MKN
Debtor.	

CASH CLOUD, INC., dba COIN CLOUD,	ORDER APPROVING STIPULATION TO DISMISS ADVERSARY PROCEEDING
Plaintiff,	
v.	
COLE KEPRO INTERNATIONAL, LLC,	
Defendant.	

1 The Stipulation To Dismiss Adversary Proceeding (“Stipulation”) having been filed; the Court
2 having reviewed the Stipulation, and for good cause shown, it is hereby

3 **ORDERED** that this Complaint is dismissed, without prejudice, with each party bearing their
4 own costs; and

5 **ORDERED** that this adversary proceeding may be closed and all hearing dates vacated.

6 Submitted By:

7 **FOX ROTHSCHILD LLP**

**LEWIS ROCA ROTHERGERBER
CHRISTIE LLP**

8
9 By: /s/ Brett A. Axelrod
10 Brett A. Axelrod (Nevada Bar No. 5859)
11 1980 Festival Plaza Drive, Suite 700
12 Las Vegas, Nevada 89135
13 Telephone: (702) 699-5901
14 baxelrod@foxrothschild.com

By: /s/ Ogonna Brown
Ogonna Brown (Nevada Bar No. 7589)
3993 Howard Hughes Parkway, Suite 600
Las Vegas, Nevada 89169
Telephone: (702) 949-8200
obrown@lrrc.com

15 *Counsel for Cash Cloud, Inc., dba Coin*
16 *Cloud*

-and-

TAFT STETTINIUS & HOLLISTER, LLP

Paul R. Hage (admitted pro hac vice)
27777 Franklin, Suite 2500
Southfield, MI 48034
Telephone: (248) 727-1543
phage@taftlaw.com

Counsel for Cole Kepro International, LLC

20 ###